



# KERNEX MICROSYSTEMS (INDIA) LTD.

(An ISO 9001-2015 Certified Company)

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Website : www.kernex.in



**Registered Office :**

"TECHNOPOLIS", Plot Nos : 38-41,  
Hardware Technology Park,  
TSIIC Layout, Raviryal (V),  
Hyderabad – 501 510. Telangana, India

Date: 10.03.2025

To The Manager Listing Compliances, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 <b>BSE Scrip Code: 532686</b>	To The Manager Listing Department National Stock Exchange of India Ltd Plot No. C/1, G Block, Exchange Plaza Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051 <b>NSE Symbol: KERNEX</b>
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Dear Sir/Madam,

**Sub: Voting results and Scrutinizer's Report on the businesses transacted by way of Postal Ballot through remote e-voting.**

In continuation of our letter dated 7<sup>th</sup> February 2025, and pursuant to Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the following Resolutions have been passed by the Members of the Company with requisite majority on Sunday, 9<sup>th</sup> March 2025, being the last date of the remote e-voting:

SL NO	BRIEF DESCRIPTION OF RESOLUTION	TYPE OF RESOLUTION
1	INCREASE IN BORROWING POWERS OF THE BOARD OF DIRECTORS	SPECIAL
2	CREATION OF THE CHARGE /PROVIDING OF SECURITY ON THE ASSETS OF THE COMPANY	SPECIAL
3	TO INCREASE IN MANAGERIAL REMUNERATION OF MR. M B NARAYANA RAJU (DIN: 07993925), WHOLE-TIME DIRECTOR	SPECIAL
4	TO INCREASE IN MANAGERIAL REMUNERATION OF MR. M SITARAMA RAJU (DIN: 08576273), WHOLE-TIME DIRECTOR	SPECIAL

In this connection, please find enclosed the voting results of the said Postal Ballot activity through remote e-voting, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure-A) and Report of the Scrutinizer dated 10<sup>th</sup> March 2025, pursuant to Section 108, 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Annexure-B).





The Postal Ballot results along with Scrutinizer's Report are displayed on the notice board of the Company at its Registered Office and can also be accessed at Company's website at [www.kernex.in](http://www.kernex.in) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and necessary records.

**For Kernex Microsystems (India) Limited**

**K Prasada Rao**

Company Secretary & Compliance Officer



General information about company	
Scrip code	532686
NSE Symbol	KERNEX
MSEI Symbol	NOTLISTED
ISIN	INE202H01019
Name of the company	Kernex Microsystems (India) Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	09-03-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	D S Rao
Firms Name	D S Rao
Qualification	CS
Membership Number	12394
Date of Board Meeting in which appointed	27-01-2025
Date of Issuance of Report to the company	10-03-2025

Voting results	
Record date	31-01-2025
Total number of shareholders on record date	37830
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN BORROWING POWERS OF THE BOARD OF DIRECTORS				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4874681	4715329	96.731	4715329	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4874681	4715329	96.731	4715329	0	100	0
Public- Institutions	E-Voting	248725	151977	61.1024	0	151977	0	100
	Poll							
	Postal Ballot (if applicable)							
	Total	248725	151977	61.1024	0	151977	0	100
Public- Non Institutions	E-Voting	11636016	258431	2.221	254976	3455	98.6631	1.3369
	Poll							
	Postal Ballot (if applicable)							
	Total	11636016	258431	2.221	254976	3455	98.6631	1.3369
Total		16759422	5125737	30.5842	4970305	155432	96.9676	3.0324
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				CREATION OF THE CHARGE /PROVIDING OF SECURITY ON THE ASSETS OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4874681	4715329	96.731	4715329	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4874681	4715329	96.731	4715329	0	100	0
Public- Institutions	E-Voting	248725	151977	61.1024	151977	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	248725	151977	61.1024	151977	0	100	0
Public- Non Institutions	E-Voting	11636016	258431	2.221	257169	1262	99.5117	0.4883
	Poll							
	Postal Ballot (if applicable)							
	Total	11636016	258431	2.221	257169	1262	99.5117	0.4883
Total		16759422	5125737	30.5842	5124475	1262	99.9754	0.0246
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(3)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO INCREASE IN MANAGERIAL REMUNERATION OF MR. M B NARAYANA RAJU (DIN: 07993925), WHOLE-TIME DIRECTOR				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4874681	4715329	96.731	4715329	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4874681	4715329	96.731	4715329	0	100	0
Public- Institutions	E-Voting	248725	151977	61.1024	151977	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	248725	151977	61.1024	151977	0	100	0
Public- Non Institutions	E-Voting	11636016	258431	2.221	104524	153907	40.4456	59.5544
	Poll							
	Postal Ballot (if applicable)							
	Total	11636016	258431	2.221	104524	153907	40.4456	59.5544
Total		16759422	5125737	30.5842	4971830	153907	96.9974	3.0026
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO INCREASE IN MANAGERIAL REMUNERATION OF MR. M SITARAMA RAJU (DIN: 08576273), WHOLE-TIME DIRECTOR				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4874681	4715329	96.731	4715329	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4874681	4715329	96.731	4715329	0	100	0
Public- Institutions	E-Voting	248725	151977	61.1024	151977	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	248725	151977	61.1024	151977	0	100	0
Public- Non Institutions	E-Voting	11636016	258433	2.221	54526	203907	21.0987	78.9013
	Poll							
	Postal Ballot (if applicable)							
	Total	11636016	258433	2.221	54526	203907	21.0987	78.9013
Total		16759422	5125739	30.5842	4921832	203907	96.0219	3.9781
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

**Form MGT-13****SCRUTINIZER'S REPORT****(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)**

To

The Chairman

**KERNEX MICROSYSTEMS (INDIA) LIMITED**

Plot No. 38(part) - 41, Survey No 1/1, Kancha Imarat

Raviryal Village, Maheswaram Mandal, Hyderabad,

Telangana-501510

**Dear Sir,****Subject: Scrutinizer's Report on Postal Ballot conducted through remote e-voting****\*\*\*\*\***

I, D. S. Rao, Practicing Company Secretary, having office at #6-3-347-22/2, Flat-10, 4<sup>th</sup> Floor, Iswarya Nilayam, Dwarakapuri Colony, Panjagutta, Hyderabad, appointed as the Scrutinizer by the Board of Directors of **Kernex Microsystems (India) Limited** ("the Company") for the purpose of scrutinizing E-Voting process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated 27<sup>th</sup> January, 2025 proposed to be passed by the shareholders of the Company, submit the report as under:

- 1) The compliance of the provisions of the Companies Act, 2013 and the rules made thereunder relating to the Postal Ballot by the Shareholders on the resolutions proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render Scrutinizer's report of the total votes cast in favour or against if any, on the resolutions.
- 2) In accordance with the Notice of the Postal Ballot dated 27<sup>th</sup> January, 2025, the Company completed the dispatch of the Notice of Postal Ballot & E-Voting to the Shareholders along with the Explanatory Statement as required to all its equity shareholders whose name(s) appeared on the Register of Members/List of Beneficial Owners as on the cut-off date, i.e., 31<sup>st</sup> January, 2025 by prescribed modes and an 'Advertisement' was published pursuant to the rule 22 (3) of Companies (Management and Administration) Rules, 2014 on 08<sup>th</sup> February, 2025 and the e-voting has been commenced on Saturday, 08<sup>th</sup> February, 2025 (09.00 a.m. IST) and ended on Sunday, 09<sup>th</sup> March, 2025 (5.00 p.m. IST).
- 3) The Postal Ballot, in this regard, has been conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014. The Company had provided e-voting facility in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "LODR Regulations") as an alternative to its shareholders and had engaged National

Securities Depository Limited (NSDL) for this purpose. In terms of General Circular No. 14/2020 dated April 8, 2020 (including amendments/ extensions thereto from time to time) and last extended by Circular No.09/2023 dated September 25 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), in relation to extension of framework "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", the shareholders were provided only e-voting option to exercise their voting.

- 4) After the time fixed for closing the remote E-voting facility, i.e., 09<sup>th</sup> March, 2025 (5.00 p.m. IST), I have downloaded the data of E-voting from e-voting portal of National Securities Depository Limited. A final report was tabulated by me and the data regarding the final E-Voting was diligently scrutinized and reconciled with the records maintained by the Company.
- 5) The particulars of electronic votes received from/cast by the equity shareholders have been entered in the electronic (excel format) register separately maintained for the purpose.
- 6) I had monitored the process of electronic voting (i.e., remote e-voting) through the scrutinizer's secured link provided by National Securities Depository Limited through its designated website.
- 7) The Summary of Voting Results on Resolutions proposed by way of Postal Ballot is attached as an **Annexure – I**:

**Place: Hyderabad**  
**Date: 10-03-2025**

Davuluri  
Srinivasa Rao

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Davuluri Srinivasa Rao  
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**CS D.S.RAO; PCS**  
**C.P. No. 14487**  
**UDIN: A012394F004079809**  
**PEER REVIEW CER. NO. 1817/2022**

**Annexure – I**

<b>ITEM NO. 1 – Special Resolution</b>									
<b>To Increase in Borrowing Powers of The Board of Directors.</b>									
ASSENT			DISSENT			ABSTAINED/INVALID		SUMMARY	
No Of Share holders	No of Shares	% Of Valid Votes Cast	No Of Share holders	No of Shares	% Of Valid Votes Cast	No of Share holders	No of Shares	No of Shareholders participated in voting	No of Shares held
125	49,70,305	96.97	20	1,55,432	3.03	0	0	145	51,25,737

<b>ITEM NO. 2 – Special Resolution</b>									
<b>To Creation of the charge /providing of security on the assets of the Company.</b>									
ASSENT			DISSENT			ABSTAINED/INVALID		SUMMARY	
No Of Share holders	No of Shares	% Of Valid Votes Cast	No Of Share holders	No of Shares	% Of Valid Votes Cast	No of Share holders	No of Shares	No of Shareholders participated in voting	No of Shares held
130	51,24,475	99.98	15	1,262	0.02	0	0	145	51,25,737

<b>ITEM NO. 3 – Special Resolution</b>									
<b>To increase in managerial remuneration of Mr. M B Narayana Raju (DIN: 07993925), whole-time director.</b>									
ASSENT			DISSENT			ABSTAINED/INVALID		SUMMARY	
No Of Share holders	No of Shares	% Of Valid Votes Cast	No Of Share holders	No of Shares	% Of Valid Votes Cast	No of Share holders	No of Shares	No of Shareholders participated in voting	No of Shares held
121	49,71,830	97.00	24	1,53,907	3.00	0	0	145	51,25,737

<b>ITEM NO. 4 – Special Resolution</b>									
<b>To Increase in Managerial Remuneration of Mr. M Sitarama Raju (Din: 08576273), Whole-Time Director.</b>									
ASSENT			DISSENT			ABSTAINED/INVALID		SUMMARY	
No Of Share holders	No of Shares	% Of Valid Votes Cast	No Of Share holders	No of Shares	% Of Valid Votes Cast	No of Share holders	No of Shares	No of Shareholders participated in voting	No of Shares held
121	49,21,832	96.02	25	2,03,907	3.98	0	0	146	51,25,739

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Srinivasa Rao

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